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**OneConnect Financial
Technology Co., Ltd.**
壹账通金融科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6638)

(NYSE Stock Ticker: OCFT)

Bo Yu Limited
*(Incorporated in the British Virgin Islands
with limited liability)*

**JOINT ANNOUNCEMENT
FILING OF SCHEDULE 13E-3 (AMENDMENT NO. 5)**

- IN RELATION TO**
- (1) PROPOSAL FOR THE PRIVATISATION OF ONECONNECT FINANCIAL TECHNOLOGY CO., LTD. BY WAY OF A SCHEME OF ARRANGEMENT (UNDER SECTION 86 OF THE COMPANIES ACT)**
 - (2) PROPOSED WITHDRAWAL OF LISTING OF ONECONNECT FINANCIAL TECHNOLOGY CO., LTD.**
 - (3) EFFECTIVE DATE OF THE SCHEME**
 - (4) DATES OF WITHDRAWAL OF LISTING OF THE SHARES AND DELISTING OF THE ADSs**
 - AND**
 - (5) CASH PAYMENT UNDER THE SCHEME**

Financial Adviser to the Offeror

Morgan Stanley

Morgan Stanley Asia Limited

Independent Financial Adviser to the Independent Board Committee



Gram Capital Limited
嘉林資本有限公司

Gram Capital Limited

References are made to (1) the announcement dated May 15, 2025 jointly issued by the Offeror and the Company in relation to, among other things, the Proposal and the Scheme, (2) the announcement dated May 16, 2025 issued by the Company in relation to the appointment of the Independent Financial Adviser, (3) the announcement dated June 5, 2025 in relation to the delay in despatch of scheme document, (4) the announcement dated June 24, 2025 in relation to the additional non-binding letter of support, (5) the announcement dated July 9, 2025 in relation to satisfaction of the Pre-Condition, (6) the announcement dated July 20, 2025 pursuant to Rule 10 of the Takeovers Code, (7) the scheme document dated September 23, 2025 jointly issued by the Offeror and the Company (the “**Scheme Document**”), (8) the announcement dated September 23, 2025 in relation to despatch of scheme document, (9) the announcement dated October 27, 2025 in relation to the update on non-binding letters of support, (10) the announcement dated October 28, 2025 in relation to the results of the Court Meeting and the Extraordinary General Meeting, (11) the announcement dated November 17, 2025 in relation to, among other things, the results of the Court Hearing and the confirmation of the capital reduction and (12) the announcement dated November 20, 2025 in relation to (i) the Effective Date, (ii) the dates of withdrawal of listing of the Shares on the Stock Exchange and delisting of the ADSs from the NYSE and (iii) the cash payment under the Scheme. Unless otherwise defined, capitalized terms used in this announcement have the same meanings as those defined in the Scheme Document.

FILING OF SCHEDULE 13E-3 (AMENDMENT NO. 5)

The Proposal and the Scheme is a “going private transaction” for purposes of Rule 13e-3 under the U.S. Securities Exchange Act of 1934 (the “**Exchange Act**”), which governs going private transactions by certain issuers and affiliates. In order to comply with the requirements of the Exchange Act, the Company, the Offeror and Ping An Group filed with the SEC on July 18, 2025 (New York time) a Transaction Statement on Schedule 13E-3 (the “**Schedule 13E-3**”). On August 15, 2025 (New York time), the Company, the Offeror and Ping An Group filed with the SEC an amendment to the Schedule 13E-3 (the “**Schedule 13E-3 Amendment**”) in response to comments issued on August 5, 2025 (New York time) by the staff of the SEC following its review of the Schedule 13E-3. On September 2, 2025 (New York time), the Company, the Offeror and Ping An Group filed with the SEC a second amendment to the Schedule 13E-3 (the “**Schedule 13E-3 Second Amendment**”) to amend and supplement the Schedule 13E-3 with, among others, the interim results of the Company for the six months ended June 30, 2025. On September 23, 2025 (New York time), the Company, the Offeror and Ping An Group filed with the SEC a third amendment to the Schedule 13E-3 (the “**Schedule 13E-3 Third Amendment**”) which includes the Scheme Document dated September 23, 2025 jointly issued and despatched by the Offeror and the Company on the same day. On October 28, 2025 (New York time), the Company, the Offeror and Ping An Group filed with the SEC a fourth amendment to the Schedule 13E-3 (the “**Schedule 13E-3 Fourth Amendment**”) which includes updates regarding the results of the Court Meeting and the Extraordinary General Meeting held on October 28, 2025 (Hong Kong time).

On November 20, 2025 (New York time), the Company, the Offeror and Ping An Group filed a fifth amendment to the Schedule 13E-3 with the SEC (the “**Schedule 13E-3 Fifth Amendment**”) which includes updates regarding (i) the Effective Date, (ii) the dates of withdrawal of listing of the Shares on the Stock Exchange and delisting of the ADSs from the NYSE and (iii) the cash payment under the Scheme.

Copies of the Schedule 13E-3, the Schedule 13E-3 Amendment, the Schedule 13E-3 Second Amendment, the Schedule 13E-3 Third Amendment, the Schedule 13E-3 Fourth Amendment and the Schedule 13E-3 Fifth Amendment are available at the Company’s website (<http://ir.ocft.com>) and the website maintained by the SEC (<http://www.sec.gov>).

By order of the board of directors of
Bo Yu Limited
Ms. Yanmei Dong
Director

By order of the Board
OneConnect Financial Technology Co., Ltd.
Mr. Chen Danyang
Chairman of the Board and
Chief Executive Officer

Hong Kong, November 20, 2025

As at the date of this joint announcement, the directors of the Offeror are Ms. Song Gao and Ms. Yanmei Dong.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors in their capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the executive directors of Ping An Group are Mr. Ma Mingzhe, Mr. Xie Yonglin, Mr. Michael Guo, Ms. Fu Xin and Ms. Cai Fangfang; the non-executive directors of Ping An Group are Mr. Soopakij Chearavanont, Mr. Yang Xiaoping, Mr. He Jianfeng and Ms. Cai Xun; the independent non-executive directors of Ping An Group are Mr. Ng Kong Ping Albert, Mr. Jin Li, Mr. Wang Guangqian, Mr. Hong Xiaoyuan, Mr. Song Xianzhong and Mr. Chan Hiu Fung Nicholas.

The directors of Ping An Group jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors in their capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the board of directors of the Company comprises Mr. Chen Danyang as the executive director, Mr. Michael Guo, Ms. Fu Xin, Mr. Dou Wenwei and Ms. Wang Wenjun as the non-executive directors and Dr. Zhang Yaolin, Mr. Pu Tianruo, Mr. Chow Wing Kin Anthony and Mr. Ip Koon Wing Ernest as the independent non-executive directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and Ping An Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offeror and of Ping An Group in their respective capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

Where the English and the Chinese texts conflict, the English text prevails.